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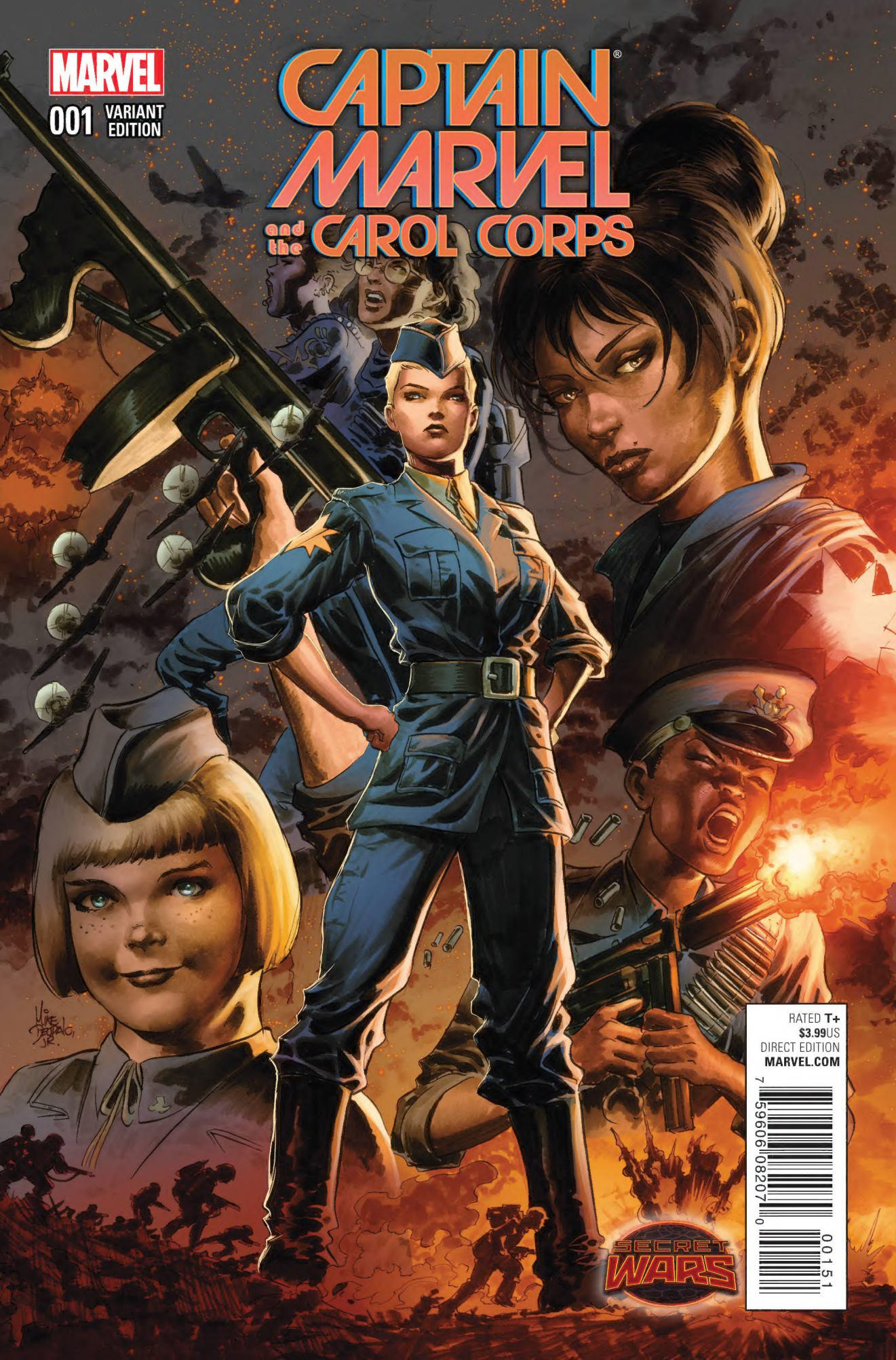
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The multiverse was destroyed!

The heroes of Earth-616 and Earth-1610 were powerless to save it!

Now, all that remains is BATTLEWORLD: A massive, patchwork planet composed of the fragments of worlds that no longer exist, maintained by the iron will of its god and master, Victor Von Doom!

EACH REGION IS A DOMAIN UNTO ITSELF!

CAPTAIN MARVEL and the CAROL CORPS

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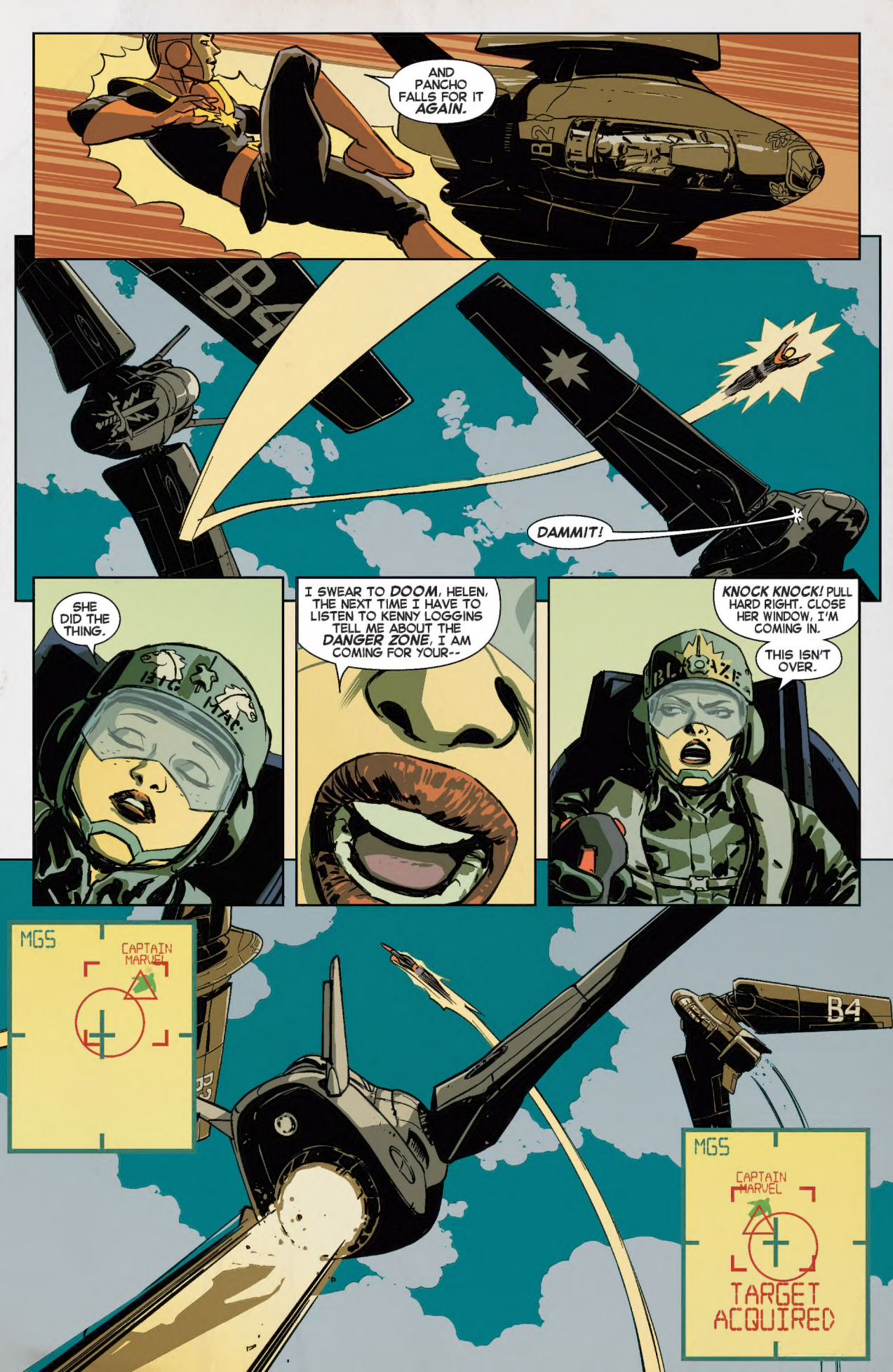
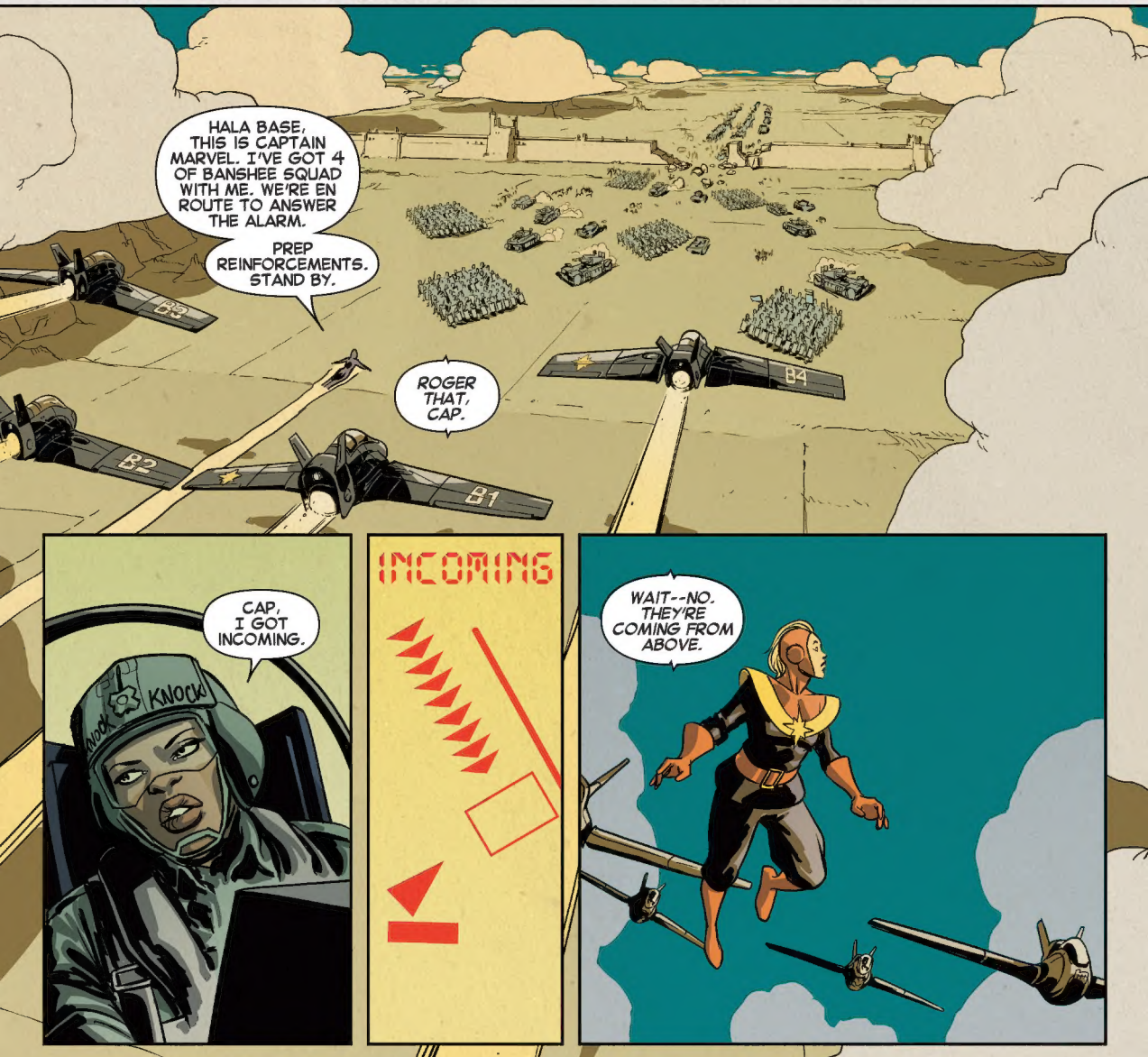
BATTLEWORLD:
HALA FIELD.
DRILLS.
LAST ROUND, GANG. LET'S MAKE IT INTERESTING.
WHAT HAVE YOU GOT IN MIND, CAPTAIN?
TAG ME, AND YOU GET BARRACKS MUSIC VETO PRIVILEGES FOR A MONTH.
B1
B2
B3
BIG MAC
KNOCK KNOCK
PANCHO
BLAZE
LADIES... I WANT THIS. MAKE IT HAPPEN.
2nd LT. Maggie "Mackie" McMorrow.
Call Sign: "Big Mack"
2nd LT. Jolene Saulsby.
Call Sign: "Knock Knock"
2nd LT. Helen Cobb.
Call Sign: "Pancho"
1st LT. Geraldine "Jerri" Quimby.
Call Sign: "Blaze"

The Banshee Squadron.
Battleworld Hala Field's Ace First Line of Defense.
Nicknamed "The Carol Corps" for —
I'VE GOT HER. SHE'S MINE.
SHE'S GONNA DO THE THING.
PANCHO, BACK IN FORMATION. WE DON'T HAVE BEE. IF SHE DOES THE THING--
SHE WON'T DO THE THING. SHE WON'T HAVE TIME. I'VE GOT HER.
"PANCHO"
Col. CAROL DANVERS, Squadron Leader.
Call Sign: CAPTAIN MARVEL.


AND PANCHO FALLS FOR IT AGAIN.
B2
B4
DAMMIT!
SHE DID THE THING.
I SWEAR TO DOOM, HELEN, THE NEXT TIME I HAVE TO LISTEN TO KENNY LOGGINS TELL ME ABOUT THE DANGER ZONE, I AM COMING FOR YOUR--
KNOCK KNOCK! PULL HARD RIGHT. CLOSE HER WINDOW, I'M COMING IN.
THIS ISN'T OVER.
MGS
CAPTAIN MARVEL
B4
MGS
CAPTAIN MARVEL
TARGET ACQUIRED

B1
GAH!
NICE TRY! CLOSEST YET--
AWOOOOGA AWOOOOGA AWOOOOGA AWOOOOGA
THAT'S THE HYDRA EMPIRE WALL. WE'VE GOT COMPANY AT THE BORDER.
BLAZE, HOW ARE YOU ON FUEL?
WE'RE READY TO ROCK, CAP.
BANSHEE SQUADRON, FORM ON ME.


HALA BASE, THIS IS CAPTAIN MARVEL. I'VE GOT 4 OF BANSHEE SQUAD WITH ME. WE'RE EN ROUTE TO ANSWER THE ALARM.
PREP REINFORCEMENTS. STAND BY.
ROGER THAT, CAP.
B1
B2
B3
B4
CAP, I GOT INCOMING.
KNOCK
INCOMING
WAIT--NO. THEY'RE COMING FROM ABOVE.

...THE THOR CORPS.

THE THOR CORPS. DOOMWORLD'S ELITE POLICE ECHELON, EACH MEMBER HAND-SELECTED FROM A DIFFERENT BATTLEWORLD BY DOOM HIMSELF.

KAPOW

QUESTION: WHAT ARE THEY DOING HERE...?

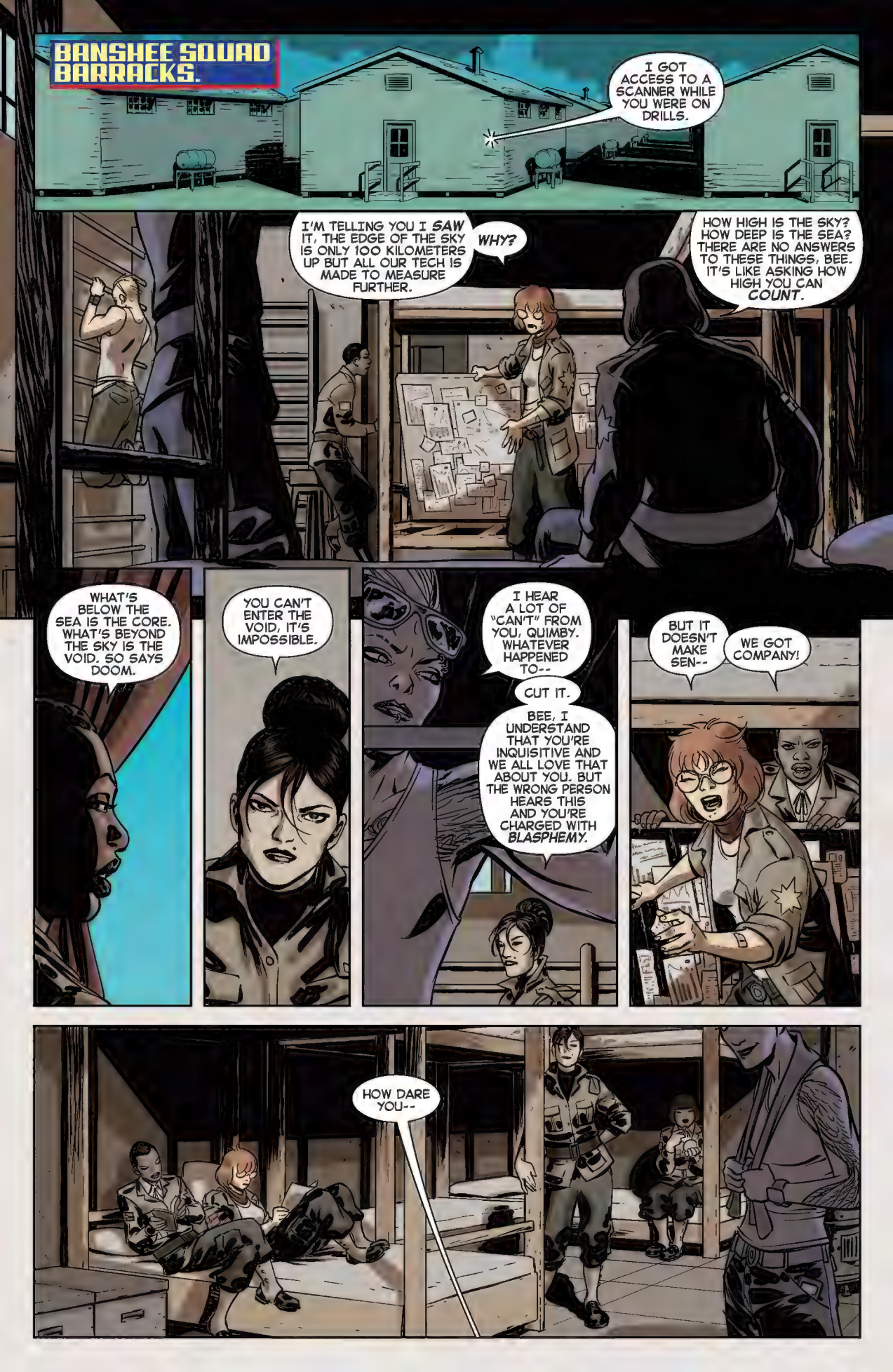
CAP? DO WE CIRCLE BACK?

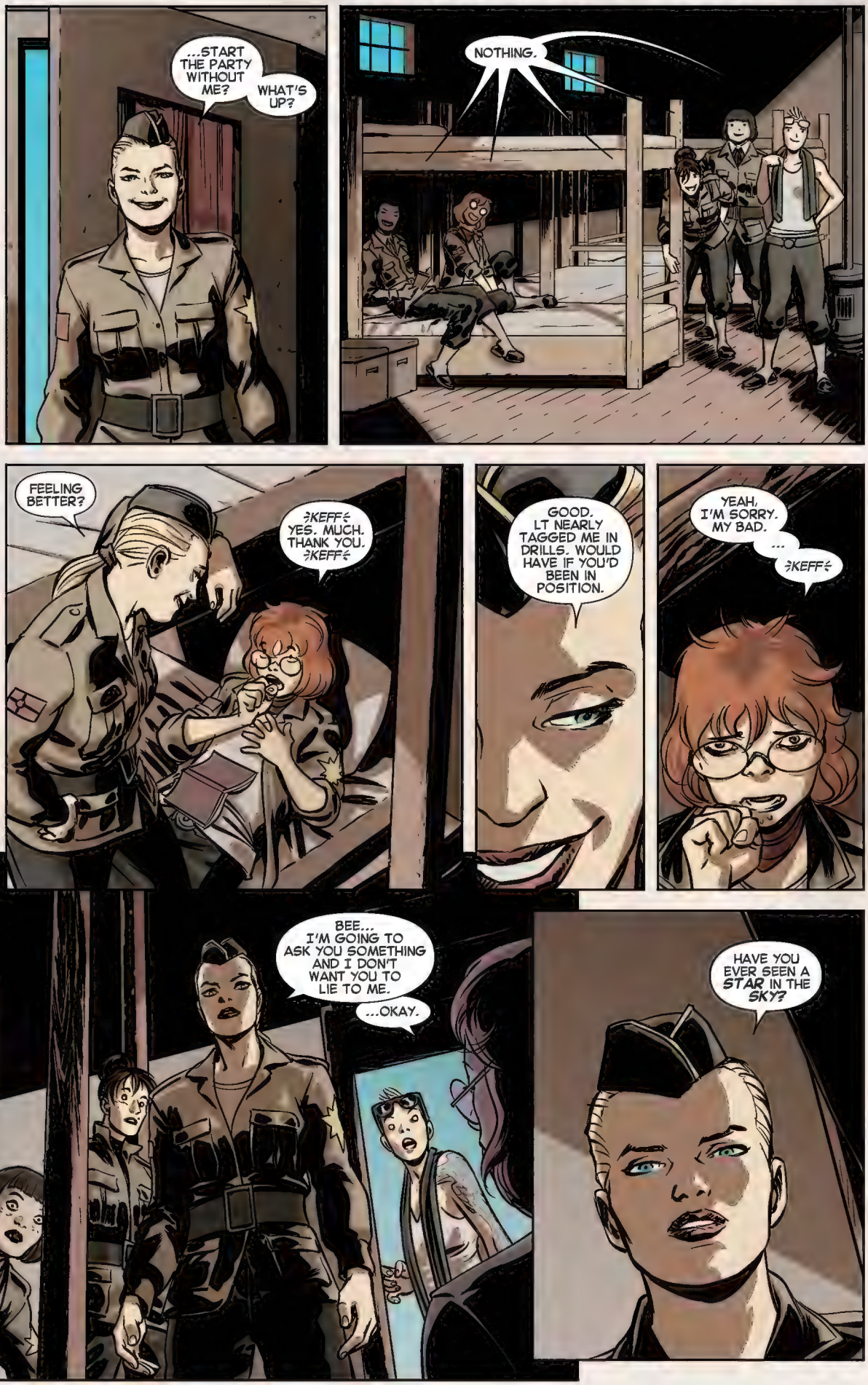
CAP?

...N-NO. NO. ABORT, JERRI.

RENDEZVOUS AT HALA BASE.
ROGER THAT, CAP.
"PANCHO"
AW, COME ON! I'VE GOT A CLEAR SHOT!
THAT'S AN ORDER, PANCHO.
ANSWER: WHAT THE THOR CORPS ALWAYS DO...LEAVING DEVASTATION IN THEIR WAKE.
BESIDES... THERE'S NOTHING LEFT TO SEE.
CAP?

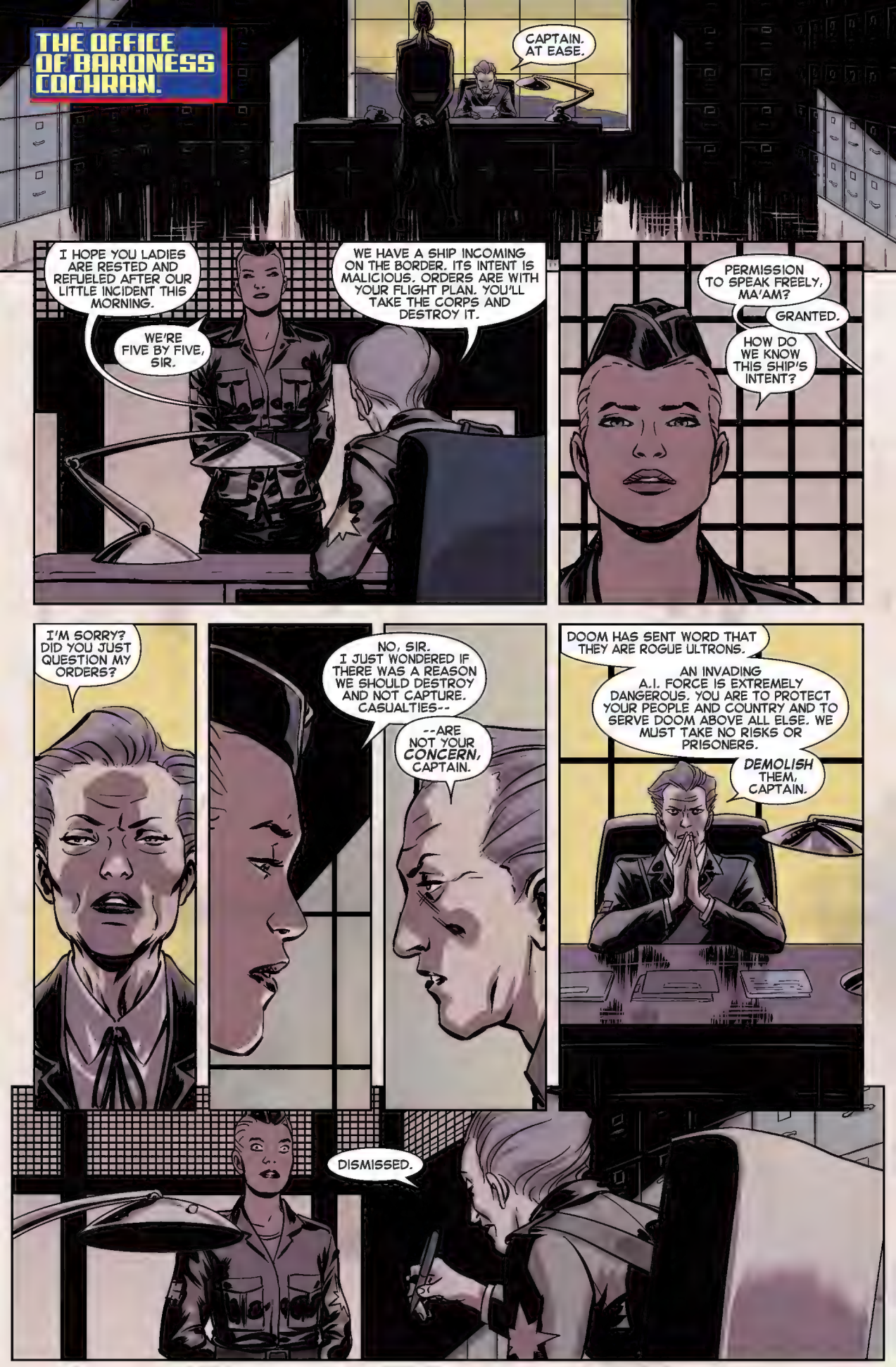
KIT...?
CAPTAIN MARVEL, MA'AM.
HALA FIELD'S DESIGNATED THOR. I'VE KNOWN HER SINCE SHE WAS A KID. I BARELY RECOGNIZE HER LIKE THIS.
WOW, KIT... I MEAN, I'M SORRY...THOR. YOU LOOK...
ALL GROWN?
SURE... YES. ALL GROWN UP.
AYE! WEE KIT, WHO ONCE WORSHIPPED THE CAPTAIN IS NOW AS NEAR AN *EQUAL* AS THE CAPTAIN HAS AMONG THOSE FROM HALA FIELD.
IT WOULD SEEM SO.
I HAVE FOUND MY TRUE PATH, PRAISE ALL-FATHER DOOM.
OR I SHOULD SAY, MY PATH FOUND *ME*. IT'S THE HAMMER THAT CHOOSES, YOU KNOW. ALL-FATHER DOOM FORGED MY HAMMER FROM A *STAR* IN THE *SKY*.
WAIT... HE DID WHAT?


BANSHEE SQUAD BARRACKS.
I GOT ACCESS TO A SCANNER WHILE YOU WERE ON DRILLS.
I'M TELLING YOU I SAW IT, THE EDGE OF THE SKY IS ONLY 100 KILOMETERS UP BUT ALL OUR TECH IS MADE TO MEASURE FURTHER.
WHY?
HOW HIGH IS THE SKY? HOW DEEP IS THE SEA? THERE ARE NO ANSWERS TO THESE THINGS, BEE. IT'S LIKE ASKING HOW HIGH YOU CAN COUNT.
WHAT'S BELOW THE SEA IS THE CORE. WHAT'S BEYOND THE SKY IS THE VOID. SO SAYS DOOM.
YOU CAN'T ENTER THE VOID, IT'S IMPOSSIBLE.
I HEAR A LOT OF "CAN'T" FROM YOU, QUIMBY. WHATEVER HAPPENED TO--
CUT IT.
BEE, I UNDERSTAND THAT YOU'RE INQUISITIVE AND WE ALL LOVE THAT ABOUT YOU. BUT THE WRONG PERSON HEARS THIS AND YOU'RE CHARGED WITH BLASPHEMY.
BUT IT DOESN'T MAKE SEN--
WE GOT COMPANY!
HOW DARE YOU--


...START THE PARTY WITHOUT ME?
WHAT'S UP?
NOTHING.
FEELING BETTER?
:KEFF: YES. MUCH. THANK YOU. :KEFF:
GOOD. LT NEARLY TAGGED ME IN DRILLS. WOULD HAVE IF YOU'D BEEN IN POSITION.
YEAH, I'M SORRY. MY BAD.
...
:KEFF:
BEE... I'M GOING TO ASK YOU SOMETHING AND I DON'T WANT YOU TO LIE TO ME.
...OKAY.
HAVE YOU EVER SEEN A STAR IN THE SKY?

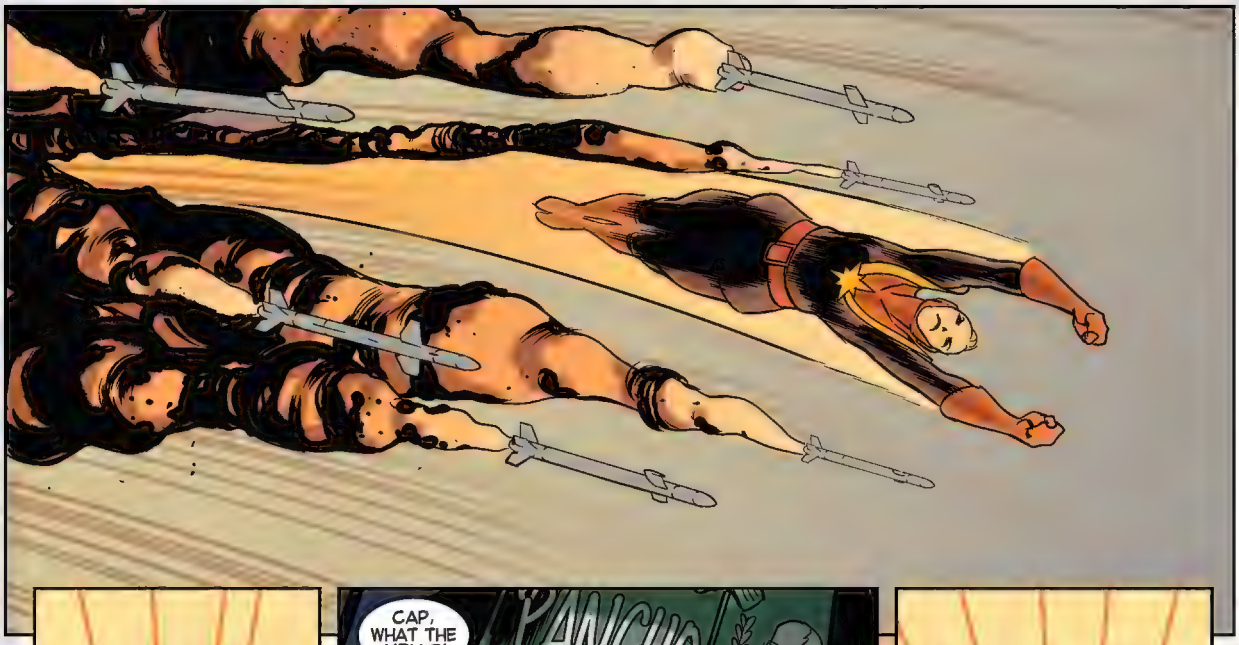
A... STAR? LIKE THE SHAPE?
YEAH... I GUESS?
WELL... YOU HAVE A STAR ON YOUR CHEST. AND YOU FLY...?
--I'M SORRY, IS THIS A TRICK QUESTION?
NO. KIT SAID SOMETHING--
YOU SAW KIT?!
HOW WAS SHE? IS SHE OKAY?
SHE'S FINE! SHE'S...THOR. BIGGER. BUT STILL KIT.
SHE SAID SOMETHING... SHE SAID DOOM FORGED HER HAMMER "WITH A STAR FROM THE SKY."
WHAT DOES THAT MEAN?
I DON'T KNOW.
IT'S PROBABLY JUST THOR TALK. LIKE "THEE" AND "THOU WOULDST" AND ALL THAT CRAP. DOESN'T MEAN ANYTHING.
NO. IT'S NOT.

WHAT IS THIS?
IT'S RESEARCH.
IT'S BLASPHEMY.
IT'S SCIENCE.
YOU ALL KNEW ABOUT THIS?
CAPTAIN, WHERE DOES LIGHT COME FROM?
IT COMES FROM THE SKY. BY THE GRACE OF DOOM.
AND WHERE DOES IT GO?
IT RESTS SO THAT WE MAY REST, AND SO THAT WE MAY WITNESS THE VOID.
NO, THE VOID IS A LIE. THE SKY IS INFINITE. THAT LIGHT COMES FROM--
STOP!
I THINK IT'S WHERE YOU COME FROM.
...
I COME FROM DOOM. AND I COULD HAVE YOU ARRESTED.
BUT YOU WON'T. BECAUSE YOU KNOW I'M RIGHT.


THE OFFICE OF BARONESS COCHRAN.
CAPTAIN. AT EASE.
I HOPE YOU LADIES ARE RESTED AND REFUELED AFTER OUR LITTLE INCIDENT THIS MORNING.
WE'RE FIVE BY FIVE, SIR.
WE HAVE A SHIP INCOMING ON THE BORDER. ITS INTENT IS MALICIOUS. ORDERS ARE WITH YOUR FLIGHT PLAN. YOU'LL TAKE THE CORPS AND DESTROY IT.
PERMISSION TO SPEAK FREELY, MA'AM?
GRANTED.
HOW DO WE KNOW THIS SHIP'S INTENT?
I'M SORRY? DID YOU JUST QUESTION MY ORDERS?
NO, SIR. I JUST WONDERED IF THERE WAS A REASON WE SHOULD DESTROY AND NOT CAPTURE. CASUALTIES--
--ARE NOT YOUR CONCERN, CAPTAIN.
DOOM HAS SENT WORD THAT THEY ARE ROGUE ULTRONS.
AN INVADING A.I. FORCE IS EXTREMELY DANGEROUS. YOU ARE TO PROTECT YOUR PEOPLE AND COUNTRY AND TO SERVE DOOM ABOVE ALL ELSE. WE MUST TAKE NO RISKS OR PRISONERS.
DEMOLISH THEM, CAPTAIN.
DISMISSED.

GONNA BRING HOME AN ULTRON HEAD FOR MY MANTEL.
PANCHO
THAT'S A NEGATIVE, PANCHO.
ULTRON FOOT?
WE'LL SEE.
I'M HOLDING YOU TO THAT!
I'M MOVING IN FOR A CLOSER LOOK. STAY ON COURSE, GO WEAPONS HOT.
CAPTAIN, WE HAVE TARGET LOCK, PLEASE ADVISE.
ULTRONS ON A BOAT.
SOMETHING DOESN'T...
CAP?

YOURS IS NOT TO QUESTION CAROL
I'M CLEARING OUT. FIRE AT WILL, LT.
ON MY MARK, BANSHEES.
THREE...
TWO...
TRUST...
...BUT VERIFY.
ONE...
FIRE!
NO! WAIT!
FWOOOOSHHH



COLLISION ALERT

CAPTAIN

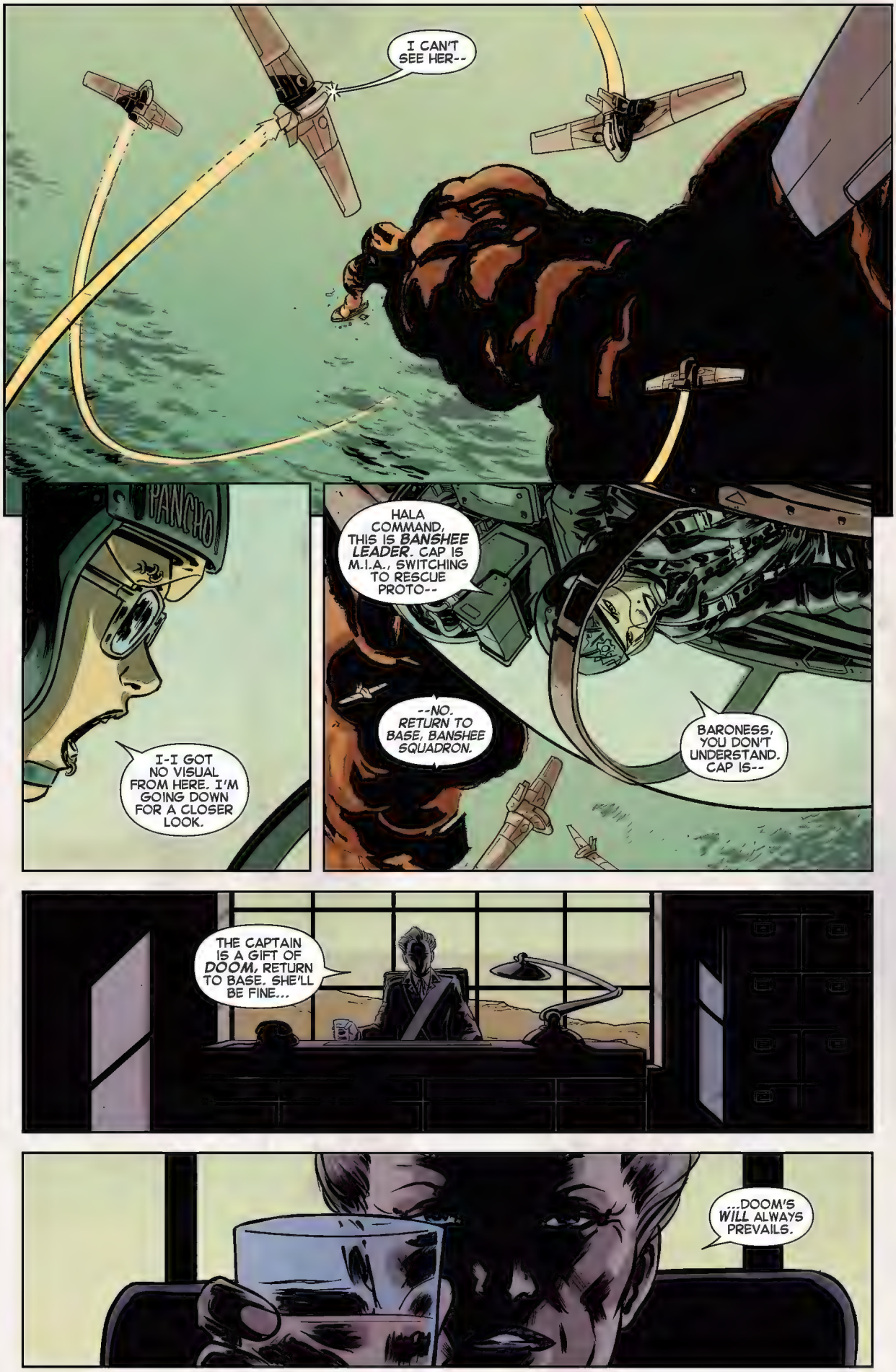
TARGET LOCKED

COLLISION ALERT

IMMINENT

CAPTAIN

TARGET LOCKED


I CAN'T SEE HER--
PANCHO
I-I GOT NO VISUAL FROM HERE. I'M GOING DOWN FOR A CLOSER LOOK.
HALA COMMAND, THIS IS BANSHEE LEADER. CAP IS M.I.A., SWITCHING TO RESCUE PROTO--
--NO. RETURN TO BASE, BANSHEE SQUADRON.
BARONESS, YOU DON'T UNDERSTAND. CAP IS--
THE CAPTAIN IS A GIFT OF DOOM, RETURN TO BASE. SHE'LL BE FINE...
...DOOM'S WILL ALWAYS PREVAILS.

SPLASH

THAT WASN'T AN ULTRON SHIP.
NOW IS NOT THE TIME, BEE.
BUT YOU KNOW I'M RIGHT. ABOUT ALL OF--
OH MY DOOM...
I...
I... DIDN'T KNOW WHERE ELSE TO GO.

HE'S BREATHING... BUT HE'S ICE COLD.
HE'S IN SHOCK.
I KNOW HOW HE FEELS.
DON'T BLAME YOURSELF. YOU DON'T KNOW--
PEOPLE DIED TODAY AT OUR HANDS BECAUSE I LET MYSELF BE LIED TO.
WHAT'RE YOU GONNA DO ABOUT IT?
I'M GOING TO FIND OUT WHAT ELSE THEY'RE HIDING.
I'M GOING TO SEE WHAT'S ON THE OTHER SIDE OF THE SKY.
WHO'S WITH ME?
TO BE CONTINUED!

NEXT ISSUE:
Come fly with us!